

Robert Somma, Esquire  
Laura A. Otenti, Esquire  
POSTERNAK BLANKSTEIN & LUND LLP  
Prudential Tower  
800 Boylston Street  
Boston, MA 02199  
(617) 973-6100

*Attorneys for Salem Rockingham LLC*

UNITED STATES BANKRUPTCY COURT  
EASTERN DISTRICT OF VIRGINIA  
(Richmond Division)

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In re: ) Chapter 11  
 )  
CIRCUIT CITY STORES, INC., et al. ) Case No. 08-35653-KRH  
 )  
Debtor, ) Jointly Administered  
)

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**NOTICE OF ELECTION OF SALEM ROCKINGHAM LLC TO RETAIN  
POSSESSORY AND OTHER RIGHTS UNDER LEASE AGREEMENTS  
DATED JUNE 30, 1993 AND SEPTEMBER 24, 1992 RELATING TO STORE 4120  
PURSUANT TO 11 U.S.C. § 365(h)**

Salem Rockingham LLC (“Salem Rockingham”),<sup>1</sup> as successor to Robert F. Gordon and Edward C. Gordon, Trustees of Salem Farm Realty Trust, submits this Notice of Election relative to Circuit City Stores, Inc. (“Debtor”), as a reservation of rights relative to a certain lease, identified by the Debtor as No. 6127 (“1992 Lease”), which may have been automatically rejected as a result of the Debtor’s rejection of the lease identified by the Debtor as No. 4120 (“1993 Lease”). See Notice of Rejection of Unexpired Leases and Abandonment of Personal Property [Docket No. 2434]; Debtor’s Fifth Omnibus Motion For Order Pursuant to Bankruptcy

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<sup>1</sup> Salem Rockingham is listed in the Debtor’s schedules as “Trustees of Salem Rockingham, LLC.”

Code Sections 105(a), 365(a), and 554 [Docket No. 2484]; Notice of Filing of Revised Exhibit A to Debtor's Fifth Omnibus Motion [Docket No. 2510].

Both the 1992 Lease and the 1993 Lease relate to the Debtor's store number 4120 for the premises located at 428 South Broadway, Salem, New Hampshire (the "Premises"). The 1992 Lease was executed on September 24, 1992, between Circuit City Stores, Inc. (as landlord) and Salem Rockingham LLC (as tenant and successor in interest to Robert F. Gordon, Herman Gordon, M. Michael Weinberg, Peter L. Gordon and Edward C. Gordon, as Trustees of the Salem Farm Realty Trust under Declaration of Trust dated July 22, 1986). The 1993 Lease was executed on June 30, 1993, between Circuit City Stores, Inc. (as tenant) and Circuit NH Corp. (as landlord and successor in interest to Circuit Investors #5-Salem Limited Partnership). The Court has not yet been asked to determine whether the 1992 Lease is a sublease of the 1993 Lease.

Without waiving any of its objections as to the characterization of the 1992 Lease, Salem Rockingham by and through its undersigned counsel, hereby elects to retain all of its rights under the 1992 Lease and the 1993 Lease pursuant to 11 U.S.C. § 365(h)(1)(A).

PLEASE TAKE FURTHER NOTICE that Salem Rockingham hereby elects to retain, to the fullest extent possible, the rights to use, possession, and quiet enjoyment of the Premises for the term of the 1992 Lease, including any renewal or extension periods thereunder, and further reserves its rights to offset against Salem Rockingham's rent and other obligations, under or in connection with the 1992 Lease, the amount of damage caused by the Debtor's non-performance of its obligations under the 1992 Lease, if any, from and after the date of rejection in accordance with § 365(h)(1)(B).

Dated: May 14, 2009

POSTERNAK BLANKSTEIN & LUND LLP  
*Attorneys for Salem Rockingham LLC*

By: /s/ Laura A. Otenti  
Robert Somma, Esquire  
Laura A. Otenti, Esquire  
Posternak Blankstein & Lund LLP  
Prudential Tower  
800 Boylston Street  
Boston, MA 02199  
(617) 973-6100

**CERTIFICATE OF SERVICE**

IT IS CERTIFIED that the foregoing document was served on May 14, 2009, via first class mail, on the following parties:

Debtor:

**Daniel F. Blanks**  
McGuireWoods LLP  
9000 World Trade Center, 101 W. Main St.  
Norfolk, VA 23510  
[dblanks@mcguirewoods.com](mailto:dblanks@mcguirewoods.com)

Counsel to Debtors:

**Linda K. Myers, Esq.**  
Kirkland & Ellis LLP  
200 E. Randolph Drive  
Chicago, IL 60601  
[jmyers@kirkland.com](mailto:jmyers@kirkland.com)

Counsel to Debtors:

**Ian S. Fredericks, Esq.**  
Skadden, Arps, Slate, Meagher & Flom, LLP  
One Rodney Square  
P.O. Box 636  
Wilmington, DE 19899-0636  
[ian.Fredericks@skadden.com](mailto:ian.Fredericks@skadden.com)

Counsel to Debtors:

**Timothy G. Pohl, Esq.**  
**Chris L. Dickerson, Esq.**

Skadden, Arps, Slate, Meagher & Flom, LLP  
333 West Wacker Drive, Suite 2000  
Chicago, IL 60606  
[tim.pohl@skadden.com](mailto:tim.pohl@skadden.com)

Debtor's Counsel:

**Gregg M. Galardi, Esq.**  
Skadden, Arps, Slate, Meagher & Flom, LLP  
One Rodney Square  
P.O. Box 636  
Wilmington, DE 19899-0636  
[gregg.galardi@skadden.com](mailto:gregg.galardi@skadden.com)

Debtor's Local Counsel:

**Dion W. Hayes, Esquire**  
McGuire Woods, LLP  
901 E. Cary Street  
One James Center  
Richmond, VA 23219  
[dhayes@mcguirewoods.com](mailto:dhayes@mcguirewoods.com)

Office of the U. S. Trustee:

**Robert B. Van Arsdale**  
701 East Broad Street, Suite 4304  
Richmond, VA 23219  
[Robert.B.Van.Arsdale@usdoj.gov](mailto:Robert.B.Van.Arsdale@usdoj.gov)

**Attn: Virginia Department of Taxation**  
Corporate Sales and Use, Employer  
Withholding, And Litter Tax  
3600 West Broad Street  
Richmond, VA 23230-4915

**Attn: Director**  
Department of Justice Civil Division  
Commercial Litigation Branch  
P.O. Box 875  
Ben Franklin Station  
Washington, DC 20044

**Attn: Mr. Robert J. Duffy**  
Mr. Stephen Coulombe  
FTI Consulting, Inc.  
200 State Street, 2<sup>nd</sup> Floor  
Boston, MA 02109  
[bob.duffy@fticonsulting.com](mailto:bob.duffy@fticonsulting.com)

[steve.coulombe@fticonsulting.com](mailto:steve.coulombe@fticonsulting.com)

**Attn: L. Lorello**

Internal Revenue Service  
400 N. 8<sup>th</sup> Street Box 76  
Richmond, VA 23219

Claims Agent:

**Evan Gershbein**

Kurtzman Carson Consultants  
2335 Alaska Avenue  
El Segundo, CA 90245

**Attn: Peter J. Barrett**

Kutak Rock LLP  
1111 East Main Street, Suite 800  
Richmond, VA 23219  
[peter.barrett@kutakrock.com](mailto:peter.barrett@kutakrock.com)

Counsel for DIP Agents

**Bruce Matson, Esq.**

LeClair Ryan  
Riverfront Plaza  
E. Tower  
951 E. Byrd Street, 8<sup>th</sup> Floor  
Richmond, VA 23219  
[bruce.matson@leclairryan.com](mailto:bruce.matson@leclairryan.com)

**Attn: Karen Cordry, Esq.**

National Association of Attorneys General  
NAAG Bankruptcy Counsel  
2030 M Street, N.W., 8<sup>th</sup> Floor  
Washington, DC 20036  
[kcordry@naag.org](mailto:kcordry@naag.org)

**Attn: Bob McDonnell**

Office of the Attorney General  
State of Virginia  
900 E. Main Street  
Richmond, VA 23219

U.S. Trustee

**Attn: Robert B. Van Arsdale**

Office of the U.S. Trustee

701 E. Broad Street, Suite 4304

Richmond, VA 23219-1888

[Robert.B.Ban.Arsdale@usdoj.gov](mailto:Robert.B.Ban.Arsdale@usdoj.gov)

Counsel for the Official Committee of Unsecured Creditors:

**Jeffrey N. Pomerantz, Esq.**

Pachulski Stang Ziehl & Jones LLP

10100 Santa Monica Blvd, 11<sup>th</sup> Floor

Los Angeles, CA 90067-4100

[jpomerantz@pszjlaw.com](mailto:jpomerantz@pszjlaw.com)

Counsel for the Official Committee of Unsecured Creditors:

**Robert J. Feinstein, Esq.**

Pachulski Stang Ziehl & Jones LLP

780 Third Ave, 36<sup>th</sup> Floor

New York, NY 10017

[rfeinstein@pszjlaw.com](mailto:rfeinstein@pszjlaw.com)

Counsel for the Official Committee of Unsecured Creditors:

**Lynn L. Tavenner, Esq.**

**Paula S. Beran, Esq.**

Tavenner & Beran, PLC

20 N. Eighth St., 2<sup>nd</sup> Floor

Richmond, VA 23219

[ltavenner@tb-lawfirm.com](mailto:ltavenner@tb-lawfirm.com)

[pberan@tb-lawfirm.com](mailto:pberan@tb-lawfirm.com)

Counsel to Prepetition Lenders/Counsel to Postpetition Lenders

**David S. Berman, Esq.**

Riener & Braunstein LLP

Three Center Plaza, 6<sup>th</sup> Floor

Boston, MA 02108

[dberman@riemerlaw.com](mailto:dberman@riemerlaw.com)

Secretary of Treasury

15<sup>th</sup> & Pennsylvania Avenue, N.W.

Washington, DC 20020

**Attn: Bankruptcy Unit**

Securities & Exchange Commission

100 F. St. NE

Washington, DC 20020

**Nathan Fuchs, Esq.**  
**Patricia Schrage, Esq.**  
Securities & Exchange Commission  
New York Office  
Branch/Reorganization  
3 World Financial Center, Suite 400  
New York, NY 10281-1022

/s/ Laura Otenti